

BK 1507 PG 551-557

MISC 2003 12187

RICHARD H. FANLOR
REGISTER OF DEEDS
DOUGLAS COUNTY, NE
03 APR -4 PM 3:24
RECEIVED

UPON RECORDING RETURN TO:
RICHARD J. ROSENBLATT, ESQ.
KUTAK ROCK LLP
1650 FARNAM STREET
OMAHA, NE 68102-2186

MISC
FEE 38⁰⁰ FB 67-36852
7/6 BKP C/O COMP B
DEL SCAN FV

PARTIAL RELEASE OF DECLARATION OF PROTECTIVE COVENANTS

THIS PARTIAL RELEASE OF DECLARATION OF PROTECTIVE COVENANTS (this "Release") is made as of this 3 day of APRIL, 2003 by and among Carol J. Gendler and Steven H. Gendler, Co-Trustees of the H. Lee Gendler Family Trust, Carol J. Gendler, Trustee of the Carol J. Gendler Revocable Trust, Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust, Simmonds Properties, Ltd, a Nebraska limited partnership and Dave's Auto Body, Incorporated, a Nebraska corporation (collectively, "Declarants").

PRELIMINARY STATEMENTS

Carol J. Gendler, Successor Trustee of the H. Lee Gendler Revocable Trust and Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust executed that certain Declaration of Protective Covenants (the "Original Declaration") on January 28, 1997 and recorded the same in the office of the Register of Deeds of Douglas County, Nebraska on December 5, 1997 at Miscellaneous Book 1231, Page 334. Carol J. Gendler, Successor Trustee of the H. Lee Gendler Revocable Trust, Carol J. Gendler, Trustee of the Carol J. Gendler Revocable Trust and Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust executed that certain First Amendment to Declaration of Protective Covenants (the "First Amendment") on December 2, 1997 and recorded the same in the office of the Register of Deeds of Douglas County, Nebraska on December 5, 1997 at Miscellaneous Book 1231, Page 341. Carol J. Gendler, Trustee of the Carol J. Gendler Revocable Trust and Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust executed that certain Second Amendment to Declaration of Protective Covenants (Restated) (the "Second Amendment") on June 29, 1999 and recorded the same in the office of the Register of Deeds of Douglas County, Nebraska on August 6, 1999 at Miscellaneous Book 1303, Page 377. The Original Declaration, the First Amendment and the Second Amendment are collectively referred to as the "Declarations" in this Release. Declarants are the owners of all of the real property burdened and benefited by the Declarations, which real property is legally described in Schedule A to this Release. Declarants wish to amend the Declarations as set forth below.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which Declarants hereby acknowledge, Declarants do hereby amend the Declarations and grant and release the interests as follows:

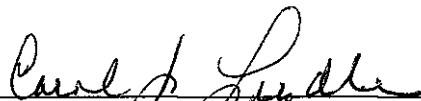
Section 1. Partial Release of Declarations. Declarants hereby release the real property (the "Relevant Property") legally described in Schedule B to this Release from (a) any and all limitations, obligations, requirements, restrictions and encumbrances created pursuant to the Declarations and (b) any and all servitudes created by the Declarations. Declarants do hereby disclaim any interest in the Relevant Property arising pursuant to the Declarations, it being the intent of Declarants that the Declarations shall not bind or encumber the Relevant Property in any manner subsequent to the date hereof.

Section 2. Full Force and Effect. To the extent not inconsistent herewith, all other terms and provisions of the Declarations shall remain in full force and effect and are ratified by the Declarants.

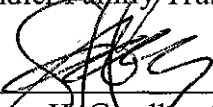
Section 3. Counterparts. This Release may be executed in counterparts, each of which when taken together shall constitute one entire agreement.

IN WITNESS WHEREOF, the Declarants have executed this Release as of the day and year first above written.

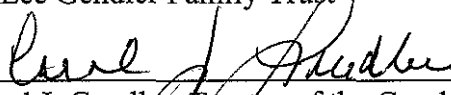
DECLARANTS:



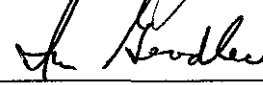
Carol J. Gendler, Co-Trustee of the H. Lee Gendler Family Trust



Steven H. Gendler, Co-Trustee of the H. Lee Gendler Family Trust




Carol J. Gendler, Trustee of the Carol J. Gendler Revocable Trust



Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust


SIMMONDS PROPERTIES, LTD, a Nebraska limited partnership

By Simmonds Restaurant Management, Inc., its general partner

By 

Paula K. Glissman
President

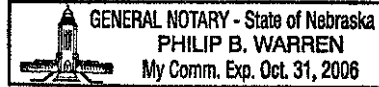
DAVE'S AUTO BODY, INCORPORATED, a Nebraska corporation

By 

Name Doug Schumacher
Its officer

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 14 day of March, 2003 by Carol J. Gendler, Co-Trustee of the H. Lee Gendler Family Trust, on behalf of the trust.

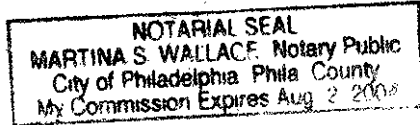


Philip B. Warren

Notary Public

Pennsylvania
~~STATE OF NEBRASKA~~)
Philadelphia
~~COUNTY OF DOUGLAS~~)

The foregoing instrument was acknowledged before me this 11th day of March, 2003 by Steven H. Gendler, Co-Trustee of the H. Lee Gendler Family Trust, on behalf of the trust.

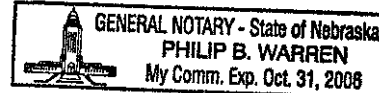


Martina S. Wallace

Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 14 day of March, 2003 by Carol J. Gendler, Trustee of the Carol J. Gendler Revocable Trust, on behalf of the trust.



Philip B. Warren

Notary Public

WASHINGTON

~~STATE OF NEBRASKA~~)
KING) ss.
~~COUNTY OF DOUGLAS~~)

The foregoing instrument was acknowledged before me this 12th day of MARCH, 2003 by Irvin Gendler, Trustee of the Irvin Gendler Revocable Trust, on behalf of the trust.

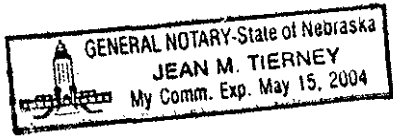
Thomas P. Farrell

Notary Public



STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

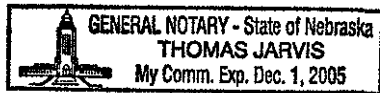
The foregoing instrument was acknowledged before me this 3 day of March, 2004 by Paula K. Glissman, President of Simmonds Restaurant Management, Inc., general partner of Simmonds Properties Ltd, a Nebraska limited partnership, on behalf of the partnership.



Jean M Tierney
Notary Public

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 13 day of Feb., 2003 by Doug Schumacher, officer of Dave's Auto Body, Incorporated, a Nebraska corporation, on behalf of the corporation.



[Signature]
Notary Public

SCHEDULE A

LEGAL DESCRIPTION

Lots 1 through 13, inclusive and Outlot 1, Starwood South, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska

SCHEDULE B

RELEVANT PROPERTY

Lots 8, 9, 10, 11, 12 and Outlot 1, in Starwood South, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska